

STEPTOE & JOHNSON

ATTORNEYS AT LAW

1330 CONNECTICUT AVENUE

WASHINGTON, D. C. 20036

ROBERT J. CORBER

(202) 429-8108

June 30, 1986

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
12th & Constitution Ave. N.W.
Washington, D.C. 20423

RECORDATION NO. 9819-44 Filed 1425

JUN 30 1986 - 11 05 AM

Dear Secretary:

INTERSTATE COMMERCE COMMISSION

Enclosed are the original and two copies of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S.Code.

This document is a supplement to the Lease Agreement dated May 24, 1978, between Rex Railways, Inc., and Vermont Railway, Inc. The primary document to which this is connected is recorded under Recordation No. 9819. The next available Recordation Number for this document is 9819-D.H

The names and addresses of the parties to the documents are as follows:

Lessor: Rex Railways, Inc., Agent
616 Palisade Ave.
Englewood Cliffs, New Jersey 07632

Lessee: Vermont Railway, Inc.
267 Battery St.
Burlington, Vermont

The enclosed supplement is an equipment schedule showing ownership of boxcars subject to the Lease Agreement. The boxcars are identified by reporting marks and car numbers.

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the person presenting this letter with enclosures for recordation.

Date 6/30/86
Fee \$ 10.00
ICC Washington, D. C.

[Handwritten signature]

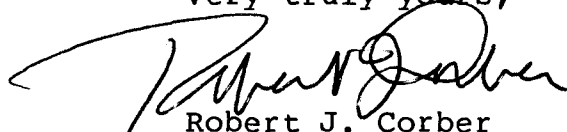
[Handwritten signature]

Ms. Noreta R. McGee
June 30, 1986
Page 2

A short summary of the document to appear in the
index is as follows:

Equipment Schedule Showing Ownership
of Cars Subject to Lease.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert J. Corber", written over the typed name.

Robert J. Corber
Attorney

Enclosures as stated

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

6/30/86

Robert J. Corber, Atty.
Steptoe & Johnson
1330 Conn. Ave. N.W.
Washington, D.C. 20036

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/30/86 at 11:05am, and assigned re-recording number(s). 9819-H, 13693-C & 13772-A

Sincerely yours,

Norata R. McGee
Secretary

Enclosure(s)

SE-30
(7/79)

Equipment Schedule
Showing Ownership of Cars
Subject to Lease

9819-14
Filed 1425
JUN 30 1986 -11 05 AM

INTERSTATE COMMERCE COMMISSION

Owner	Number of Cars	Reporting Mark and Car Numbers
Abdo, John E., Trustee	1	VTR 11059
Andrews, Mary Wells B.	4	VTR 11010, 11011 11012, 11013
Basile, Simon A.	2	VTR 11290, 11297
Bullard, Daniel J.	2	VTR 11023 & 11024
Chism, Ronald G.	1	VTR 11107
Clark, Russell & Margaret	1	VTR 11220
Cole, Richard L. (Estate of)	1	VTR 11128
Dixon, Merle F.	1	VTR 11153
Dulin, William R.	3	VTR 11026, 11027 11028
Ekstrom, Catherine T.	4	VTR 11117, 11151, 11201, 11255
Elliott, Robert J.	3	VTR 11003, 11004, 11005
Fornaris, Joseph M.	1	VTR 11001
Foxley, Eileen	2	VTR 11190, 11191
Gard, Robert J.	2	VTR 11228, 11230
Home Care Partnership Home Care, Inc.	4	VTR 11296, 11295, 11291, 11283
Huston, Sanford W.	2	VTR 11142, 11144
Kogan, Sidney, Trustee	1	VTR 11088
Kuhn, John E.	2	VTR 11067, 11101

Owner	Number of Cars	Reporting Mark and Car Numbers
LaBrie, Paul J.	3	VTR 11175, 11177 11185
Larson, John E.	1	VTR 11176
Lowdermilk, Frederick H.	1	VTR 11063
Macomber, Franklin S.	1	VTR 11077
Morgan Company, The	2	VTR 11189, 11215
Morgan, James L.	1	VTR 11080
Morgan, M. Morrison	3	VTR 11089, 11092 11098
Patrick Carl, L.	1	VTR 11169
Rees, Thomas M.	4	VTR 11056, 11057, 11058, 11068
Shanks, Carroll R.	2	VTR 11154, 11158
Stadheim Jewelers, Inc.	1	VTR 11284
Tatman, Arthur & Mary	1	VTR 11130
Willard Lead Products Co., Inc.	1	VTR 11210
Wilson, Holden Jr.	2	VTR 11157, 11159

V E R I F I C A T I O N

Carolyn G. Hubsch, being first duly sworn,
deposes and says that (he) (she) is a Vice President
of Merrill Lynch Leasing, Inc.,; that (he) (she) has read the
foregoing and knows the contents thereof; that the attached bills
of sale are true and correct copies of the originals; and that
the information contained therein is true and correct.

Carolyn G. Hubsch
Subscribed and sworn to before me, a Notary Public,
this 2nd day of JULY, 1986.

My Commission expires 3/3/87

Francis X. Flannery
Notary Public

FRANCIS X. FLANNERY
Notary Public, State of New York
No. 60-1247765
Qualified in Westchester County
Term expires March 30, 1987